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NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OR ALL OF THE FOLLOWING INFORMATION FROM ANY INSTRUMENT THAT TRANSFERS AN INTEREST IN REAL PROPERTY BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER'S LICENSE NUMBER.

AMENDMENT TO OIL, GAS, AND MINERAL LEASE

Reference is hereby made to that certain Oil, Gas and Mineral Lease (hereinafter referred to as "the Lease") dated the 30th day of November, 2006, by and between Jesus and Lilia Holguin, as Lessor, whose address is 1902 Homan Avenue, Fort Worth, Texas 76106, and Dale Resources, L.L.C., as Lessee, whose address is 2100 Ross Avenue, Suite 1870, LB-9, Dallas, TX 75201, which Lease is recorded as Document No. D207030731 of the Official Public Records of Tarrant County, Texas.

WHEREAS, Dale Resources, L.L.C. assigned the Lease to Dale Property Services, L.L.C. by Assignment of Oil, Gas and Mineral Leases recorded as Document No. D207118883 of the Official Public Records of Tarrant County, Texas; and

WHEREAS, Dale Property Services, L.L.C. conveyed the Lease to Chesapeake Exploration Limited Partnership by Conveyance recorded as Document No. D207131206 of the Official Public Records of Tarrant County, Texas; and

WHEREAS, Chesapeake Exploration, L.L.C. ("Chesapeake"), an Oklahoma limited liability company, is the Successor in Interest to Chesapeake Exploration Limited Partnership; and

WHEREAS, Chesapeake partially assigned the Lease under that certain Partial Assignment of Oil, Gas and Mineral Leases by and between Chesapeake Exploration, L.L.C., as Assignor, and CERES Resource Partners, L.P., et al., as Assignee, recorded as Document No. D209155750 of the Official Public Records of Tarrant County, Texas; and

WHEREAS, TOTAL E&P USA, INC., whose address is 1201 Louisiana Street, Suite 1800, Houston, Texas, 77002, acquired an undivided 25% of Chesapeake's working interest in the Lease by Assignment, Bill of Sale and Conveyance, recorded as Document No. D210019134 of the Official Public Records of Tarrant County, Texas; and,

WHEREAS, the aforementioned Assignees and Grantees are collectively referred to as "Lessee."

WHEREAS, the Leased Premises described in the Lease reads as follows:

0.161 acres of land, more or less being more particularly described as Block 128H, Lot 7, North Fort Worth, an addition to the City of Fort Worth, Tarrant County, Texas.

This lease also covers and includes all land owned or claimed by Lessor adjacent or contiguous to the land particularly described above, whether the same be in said survey or surveys or in adjacent surveys, although not included within the boundaries of the land particularly described above.

WHEREAS, it is the desire of the said Lessor and Lessee to amend the description of the Lease.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the undersigned do hereby delete the description in the Lease as described above and in its place insert the following:

0.193 acres, more or less, out of the R.O. Reeves Survey, Abstract No. 1293, Tarrant County, Texas, being Lot 8, Block 128 ½, North Fort Worth Addition, an addition to the City of Fort Worth, Tarrant County, Texas, according to the Plat and Dedication dated May 11, 1903, recorded in Volume 106, Page 91, Deed Records, Tarrant County, Texas.

This lease also covers and includes all land owned or claimed by Lessor adjacent or contiguous to the land particularly described above, whether the same be in said survey or surveys or in adjacent surveys, although not included within the boundaries of the land particularly described above.

It is understood and agreed by all parties hereto that in all other respects, the lease and the prior provisions shall remain in full force and effect. Furthermore, each of the undersigned do hereby ratify, adopt and confirm the Lease as hereby amended, as a valid and subsisting Lease and the undersigned Lessor does hereby grant, demise, lease and let unto Lessee, the present owners of the Lease, the lands covered by the Lease, subject to and in accordance with all of the terms and provisions of the Lease as hereby amended.

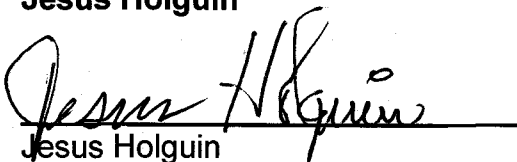
The terms and provisions hereof shall be binding upon and inure to the benefit of the parties hereto, their respective heirs, legal representatives, successors and assigns.

This instrument may be executed in one document signed by all the parties or in separate documents which shall be counterparts hereof. If executed in separate counterparts, all such counterparts, when executed by one or more parties, shall constitute but one and the same instrument. The failure of one or more parties to execute this instrument or a counterpart hereof shall not in any manner affect the validity and binding effect of same as to the parties who execute said instrument.

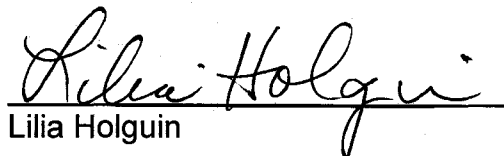
EXECUTED the 6 day of November, 2010, but for all purposes effective the 30th day, of November 2006.

LESSOR:

Jesus Holguin

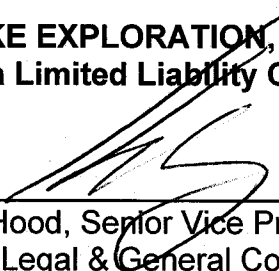
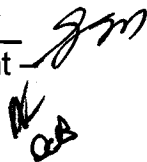

Jesus Holguin

Lilia Holguin

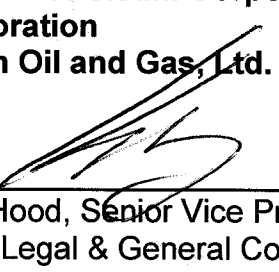
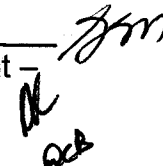

Lilia Holguin

LESSEE:

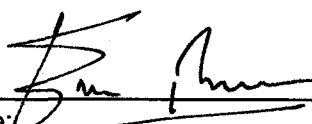

CHESAPEAKE EXPLORATION, L.L.C.
an Oklahoma Limited Liability Company ✓

By:  
Henry J. Hood, Senior Vice President
Land and Legal & General Counsel

CHESAPEAKE EXPLORATION, L.L.C.
an Oklahoma Limited Liability Company ✓
as Attorney in Fact for
CERES Resources Partners, L.P.
Marvin L. Cooper
CKC Investments, Inc.
Cooper Family Irrevocable Trust
Greylodge, L.L.C.
Wes-Tex Drilling Company, L.P.
Parallel Petroleum LLC, Successor in Interest to
Parallel Petroleum Corporation
GO Oil Corporation
and Abraham Oil and Gas, Ltd.

By:  
Henry J. Hood, Senior Vice President
Land and Legal & General Counsel

TOTAL E&P USA, INC.

By:  
Name: Eric Bonnin
Vice President, Business Development & Strategy
Title: _____

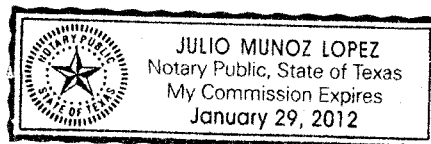
Acknowledgments

STATE OF TEXAS

COUNTY OF TARRANT

This instrument was acknowledged before me on 6 day of November, 2010,
by Jesus Holguin.

[Signature]
Notary Public State of Texas

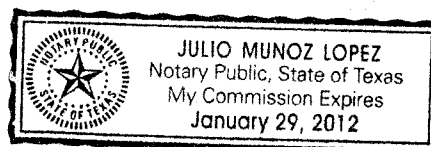


STATE OF TEXAS

COUNTY OF TARRANT

This instrument was acknowledged before me on 6 day of November, 2010,
by Lilia Holguin.

[Signature]
Notary Public State of Texas



STATE OF OKLAHOMA

COUNTY OF OKLAHOMA

§
§
§

This instrument was acknowledged before me on this 13th day of December, 2010, by Henry J. Hood, as the Senior Vice President - Land and Legal & General Counsel of Chesapeake Exploration, L.L.C., an Oklahoma limited liability company, on behalf of said limited liability company.

Given under my hand and seal the day and year last above written.

[Signature]
Notary Public, State of Oklahoma
Notary's name (printed):
Notary's commission expires:



STATE OF OKLAHOMA §
 §
 COUNTY OF OKLAHOMA §

This instrument was acknowledged before me on this 13th day of December, 2010, by Henry J. Hood, as the Senior Vice President - Land and Legal & General Counsel of Chesapeake Exploration, L.L.C., an Oklahoma limited liability company, as attorney in fact for CERES Resource Partners, L.P., Marvin L. Cooper, CKC Investments, Inc., Cooper Family Irrevocable Trust, Greyledge, LLC, Wes-Tex Drilling Company, L.P., Parallel petroleum LLC, Successor in Interest to Parallel Petroleum Corporation, GO Oil Corporation and Abraham Oil and Gas, Ltd.

Given under my hand and seal the day and year last above written.

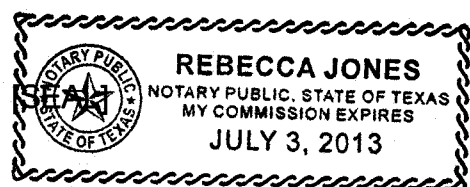
Christopher R. LaGuerre
 Notary Public, State of Oklahoma
 Notary's name (printed):
 Notary's commission expires:



STATE OF TEXAS)
)
 COUNTY OF HARRIS)
) §:

The foregoing instrument was acknowledged before me this 17th day of January, 2010, by Eric Bonnin, Vice President, Business Development & Strategy of TOTAL E&P, USA, Inc., a Delaware corporation, as the act and deed and on behalf of such corporation.

Rebecca Jones
 Notary Public



Dale Property Services, L.L.C.
 ATTN: Alexis Logan, Curative
 500 Taylor Street, Suite 600
 Annex Building
 Fort Worth, Texas 76102

MARY LOUISE GARCIA

COUNTY CLERK



100 West Weatherford Fort Worth, TX 76196-0401

PHONE (817) 884-1195

DALE PROPERTY SRVS
ALEXIS LOGAN
500 TAYLOR ST # 600
FT WORTH, TX 76102

Submitter: DALE PROPERTY SERVICES
LLC

DO NOT DESTROY
WARNING - THIS IS PART OF THE OFFICIAL RECORD.

Filed For Registration: 2/23/2011 11:47 AM

Instrument #: D211043110

OPR

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PGS

\$32.00

By: _____

Mary Louise Garcia

D211043110

ANY PROVISION WHICH RESTRICTS THE SALE, RENTAL OR USE OF THE DESCRIBED REAL PROPERTY
BECAUSE OF COLOR OR RACE IS INVALID AND UNENFORCEABLE UNDER FEDERAL LAW.

Prepared by: AKCHRISTIAN